

EXHIBIT B

Rejection Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

YOGAWORKS, INC., et al.,Debtors.¹

Chapter 11

Case No.

(Joint Administration Requested)

**NOTICE OF REJECTION OF
EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

PLEASE TAKE NOTICE that on [], 2020, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered an order [Docket No. ____] (the “Procedures Order”) in the above-referenced chapter 11 cases of YogaWorks, Inc. and Yoga Works, Inc., its chapter 11 affiliate, the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), establishing, among other things, procedures (the “Rejection Procedures”) for the rejection of executory contracts (each a “Contract” and collectively the “Contracts”) and unexpired leases (each a “Lease” and collectively the “Leases”).

PLEASE TAKE FURTHER NOTICE that pursuant to the terms of the Procedures Order, the Debtors hereby provide notice of their intent to reject the Contracts and Leases referenced in Exhibit A attached hereto or referenced below. Pursuant to the terms of the Procedures Order, unless a written objection is filed and served in accordance with the terms of the Procedures Order, the following Contracts and Leases will be rejected pursuant to section 365(a) of the Bankruptcy Code, effective as of the date set forth below in this Notice (the “Rejection Date”):

**EXECUTORY CONTRACTS AND UNEXPIRED LEASES OTHER THAN
NONRESIDENTIAL PROPERTY LEASES**

Title/ Description of Executory Contract or Unexpired Lease	Name and Address of Counterparty	Rejection Date

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number is (1) YogaWorks, Inc., a Delaware corporation (9105); and (2) Yoga Works, Inc., a California corporation (0457).

UNEXPIRED NONRESIDENTIAL REAL PROPERTY LEASES

Street Address of Real Property	Name and Address of Landlord	Date of Vacating the Leased Premises	Description of Personal Property to be Abandoned	Rejection Date

PLEASE TAKE FURTHER NOTICE that objections, if any, to this Notice must be filed and served so that such objection is filed with the Court and actually received by the following parties no later than fourteen (14) business days after the date of this Notice: (i) proposed counsel to the Debtors: (a) Cozen O'Connor, 1201 North Market Street, Suite 1001, Wilmington, DE 19801, Attn: Thomas J. Francella, Jr., Esq. (TFrancella@cozen.com), (b) Shulman Bastian Friedman & Bui LLP, 100 Spectrum Center Drive, Suite 600, Irvine, CA 92618, Attn: Alan J. Friedman, Esq. (afriedman@shulmanbastian.com) and Melissa Davis Lowe, Esq. (mlowe@shulmanbastian.com); and (c) Whiteford Taylor & Preston LLC, 500 N. King Street, Suite 500, Wilmington, Delaware 19801 Attn: Richard W. Riley, rriley@wtplaw.com; (ii) counsel to Serene, Randy Michelson, Esq., Michelson Law Group, 220 Montgomery Street, Suite 2100, San Francisco, CA 94104; (iii) counsel to Great Hill Partners, Kelly Dybala, Esq., Sidley Austin, 2021 McKinney Ave., Suite 2000, Dallas, TX 75201, and Matthew A. Clemente, Esq., Sidley Austin, One South Dearborn Street, Chicago, IL 60603; (iv) the Office of the United States Trustee for the District of Delaware, J. Caleb Boggs Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Benjamin Hackman, Benjamin.A.Hackman@usdoj.gov), and (iv) counsel to any committee appointed in these Cases.

PLEASE TAKE FURTHER NOTICE that pursuant to the terms of the Procedures Order, if no objection is filed and served in accordance with the above procedures, the Debtors may submit a proposed order approving the rejection of the Contracts and/or Leases set forth on this Notice (the “Rejection Order”), substantially in the form attached hereto as Exhibit B, for entry by the Court under certification of counsel, and such rejection shall be deemed effective as of the Rejection Date.

PLEASE TAKE FURTHER NOTICE that if an objection to this Notice is timely filed and served, the Debtors shall seek a hearing on such objection and shall provide at least seven (7) days’ notice of such hearing to the objecting party and the Objection Notice Parties. If the Court upholds the Debtors’ determination to reject the applicable Contract or Lease, then the applicable Contract or Lease shall be deemed rejected (a) as of the Rejection Date or (b) as otherwise determined by the Court as set forth in any order overruling such objection.

PLEASE TAKE FURTHER NOTICE that, pursuant to the terms of the Procedures Order, if the Debtors have deposited monies with the Contract or Lease counterparty as a security deposit or otherwise, the Contract or Lease counterparty may not setoff or otherwise use such

deposit without the prior authorization of the Court.

PLEASE TAKE FURTHER NOTICE that pursuant to the terms of the Procedures Order, you will receive notice of any order entered rejecting any Contract or Lease set forth in this Notice to which you are a counterparty no later than five (5) days after entry of such order.

PLEASE TAKE FURTHER NOTICE that pursuant to the terms of the Procedures Order, for any claim that you may assert against the Debtors as a result of the rejection of any Contract or Lease, you must submit a proof of claim for damages arising from such rejection, on or before the later of (a) the deadline for filing proofs of claim established by the Court in the Debtors' cases, or (b) thirty-five (35) days after the date of entry of the Rejection Order. If you do not timely file such proof of claim, you shall not be treated as a creditor with respect to such claims for voting on any chapter 11 plan in these cases and shall be forever barred from asserting a claim for rejection damages arising from the rejection of the above-referenced Contract or Lease and from participating in any distributions that may be made in connection with these chapter 11 cases unless otherwise ordered by the Court.

Dated: October ____, 2020.
Wilmington, Delaware

COZEN O'CONNOR

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² Whiteford, Taylor & Preston LLC operates as Whiteford Taylor & Preston L.L.P. in jurisdictions outside of Delaware.

³ 210 Muni LLC and American Commercial Equities LLC are both landlords of the Debtors and clients of Cozen O'Connor. As a result, Whiteford Taylor & Preston LLC will be acting as Delaware Counsel for the Debtors in relation to the relief requested in this Motion regarding landlords 210 Muni LLC and American Commercial Equities LLC.